

EXHIBIT B

Declaration of Brant J. Griffin, as Trustee

(Attached)

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

FCS ADVISORS, LLC,

Plaintiff,

—against—

21 Civ. 6995 (PKC)

THEIA GROUP, INC., d/b/a “THORIAN
GROUP” and/or “CYPHERIAN”; THEIA
AVIATION, LLC; and THEIA HOLDINGS
A, INC., d/b/a “THORIAN HOLDINGS,”

Defendants.

**DECLARATION OF BRANT J. GRIFFIN, AS TRUSTEE OF CERTAIN TRUSTS
HOLDING “FRIENDS AND FAMILY” NOTES, IN SUPPORT OF EXPEDITED
MOTION OF RECEIVER FOR AN ORDER FURTHER EXTENDING
THE STAY PROVIDED IN THE RECEIVERSHIP ORDER**

I, Brant J. Griffin, declare:

1. I am the trustee of a living trust and Roth IRA (together, the “Trusts”), each of which has invested in “friends and family” notes totaling \$2,050,000 in principal (collectively, the “Notes”), which were issued by Theia Group, Inc. (“TGI” and collectively with Theia Aviation LLC and Theia Holdings A, Inc., the “Receivership Entities”).

2. I understand that, on November 8, 2021, this Court entered an Order appointing Michael Fuqua as receiver for the Receivership Entities (the “Receiver”).

3. I further understand that the Receiver, with the assistance of numerous technical and legal advisors, has been running a process for the sale of the Receivership Entities’ assets, including the FCC License and the NOAA License (together with intellectual property and other assets, the “Receivership Assets”).

4. After authorizing the Receiver to provide information regarding the Notes to Rising Sky, LLC (“Rising Sky”), a potential purchaser of the Receivership Assets, I was contacted by Rising Sky regarding the assignment of the Notes to Rising Sky (upon satisfaction of certain conditions) in exchange for 120% of the outstanding principal on account of the Notes.

5. As a trustee for holders of the Notes, and in light of Rising Sky’s offer, I have a significant interest in the outcome of the sale process on behalf of the Trusts’ beneficiaries, which are creditors of the Receivership Entities.

6. I understand that the Receivership Order provides for a stay of all litigation against the Receivership Entities (the “Receivership Stay”), which has been extended through and including July 15, 2022.

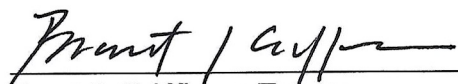
7. I am strongly in favor extending the Receivership Stay through October 15, 2022 so that the Receiver can pursue a sale transaction with Rising Sky (or any other potential purchaser) outside of the bankruptcy process.

8. The ongoing sale process should be allowed to run its course *before* the Receiver files (if necessary or otherwise appropriate) bankruptcy petitions on behalf of the Receivership Entities. The filing of bankruptcy cases at this time because of a resumption in litigation would serve only to distract from, interfere with, or delay the important sale process pursuant to which creditors, like the Trusts’ beneficiaries, anticipate receiving recoveries.

9. For all of those reasons, I support the Receiver’s position that the sale process should be permitted to continue in the Receivership without the threat and distraction of litigation that would ensue upon the expiration of the Receivership Stay.

I declare under penalty of perjury that the foregoing is true and correct.

Dated: July 1, 2022

By: 
Brant J. Griffin, as Trustee